

SMALL BUSINESS LOAN FUND CORPORATION

MINUTES OF THE BOARD OF DIRECTORS

December 22, 2016

PUBLIC SESSION

A monthly meeting of the Board of Directors (the “Board”) of the Small Business Loan Fund Corporation (the “Corporation”) was held in public session at the offices of the Rhode Island Commerce Corporation, 315 Iron Horse Way, Suite 101, Providence, Rhode Island on Thursday December 22, 2016, scheduled for 9:30 a.m., pursuant to notice of the meeting to all Directors, and public notice of the meeting as required by the By-Laws of the Corporation and by Rhode Island General Law 42-46-6.

The following Directors were present and participated throughout the meeting: Mr. Raymond Fogarty, Mr. John Pagliarini, Mr. Lee Mercer, Mr. Richard DeMerchant, and Ms. Antonietta Falconi.

The following Directors were absent: None

Also present were: Mr. William Ash, Corporation Administrator, Ms. Stacy Farrell, Corporation Secretary, Mr. Daniel Price, Corporation Administrator, Ms. Denise Barge, Corporation Administrator, and Mr. Tom Moses, Esq. of Moses Afonso Ryan Ltd.

Mr. Fogarty presided over the meeting.

1. Call to Order.

Mr. Fogarty called the meeting to order at 9:30 a.m.

2. Approval of the Minutes of the Meeting held on September 29, 2016

The first item to come before the Board was the approval of the Minutes of the Board meeting held on September 29, 2016. A motion was duly made by Mr. DeMerchant and seconded by Ms. Falconi to approve the Public and Executive Session Minutes of the meeting noted above as presented.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

3. Maintain the Executive Minutes of the September 29, 2016 meeting as Confidential

The next item to come before the Board was a vote to maintain the confidentiality of the Executive Session Minutes of the Board meeting held on September 29, 2016. Upon motion duly made by Mr. DeMerchant and seconded by Mr. Mercer, the motion to maintain the confidentiality of the Executive Session Minutes of the above noted meeting as presented was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

4. Report of Cash Position as of November 30, 2016

Staff asked if there were any questions or comments regarding the Cash Report for the period ended November 30, 2016 (Exhibit A). There was no discussion regarding the report.

5. Delinquency Loan Report as of December 19, 2016

Staff asked if there were any questions regarding the Loan Delinquency report dated September 23, 2016 (Exhibit B). Board members inquired regarding the status of the Doherty's Lakeside Alehouse loan. Ms. Barge indicated they had filed for Chapter 11 Bankruptcy. There was no further discussion regarding the report.

6. Approval of the Regular Meeting Schedule for the Corporation for 2017

The next item to come before the Board was a vote to approve the Regular Meeting Schedule for the Corporation for 2017 (Exhibit C). Upon motion duly made by Mr. Mercer and seconded by Ms. Falconi, the motion to approve the schedule as presented was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

7. Executive Session

Mr. Fogarty suggested that the Board move into Executive Session to discuss the loan requests. Upon motion duly made by Mr. Pagliarini and seconded by Mr. DeMerchant, the motion to move the meeting into Executive Session pursuant to Rhode Island Open Meetings Law 42-46-5(a)(1), 42-46-5(a)(2), 42-46-5(a)(5), 42-46-5(a)(6) and 42-46-5(a)(7) of the General Laws of the State of Rhode Island, as amended, was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

Public Session concluded and Executive Session began at 9:43 a.m.

8. Executive Session Vote Ratification

Mr. Fogarty called for a ratification of the votes adopted during Executive Session. Upon a motion duly made by Mr. Mercer and seconded by Ms. Falconi, the following votes were ratified:

- (a) To ratify staff decision to decline a loan request from The Green Grocer.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

- (b) To seal the Executive Session Minutes.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

Adjournment

There being no further business to come before the Board, Mr. Fogarty called for a vote to adjourn the meeting. Upon motion duly made by Mr. Pagliarini and seconded by Ms. Falconi, the motion to adjourn the meeting was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Raymond Fogarty, Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonieta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: None

The meeting was adjourned at 10:14 a.m.

Respectfully submitted,

/s/ Stacy Farrell

Stacy Farrell, Secretary